

The MetroHealth System Board of Trustees

AUDIT AND COMPLIANCE COMMITTEE

August 11, 2021

Meeting Minutes

Committee Members Present:	Mr. Moss, Dr. Silvers
Other Trustees Present:	Ms. Dee, Ms. Kirk, Ms. Whiting
Staff Present:	Dr. Boutros, Dr. Chehade, Mr. Fiser, Mr. Himes Ms. McBride, Ms. Partington, Ms. Platten, Ms. Rajki, Mr. Richmond, Ms. Wahl
Guests:	Mr. Furlong, Mr. Mylen (KPMG), Mr. Luker (RSM)

Dr. Silvers called the meeting to order at 2:06 p.m.

(The minutes are written in a format conforming to the printed meeting agenda for the convenience of correlation, recognizing that some of the items were discussed out of sequence.)

1. Approval of Minutes

The minutes of the March 17, 2021 Committee meeting were approved as submitted.

2. Information Items

Transformation Project Construction Cost Review – David Luker, RSM

Mr. Luker provided an update on the Transformation Project construction cost review services. Mr. Luker stated they continue to conduct monthly reviews through e-Builder (construction management software) of the invoices submitted by consultants and contractors, making sure there is adequate supporting documents and that invoicing is in accordance with agreements.



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Mr. Luker reviewed the payment application procedures performed for each of the consultants, the contractor and subcontractors. Mr. Luker reviewed construction management highlights and project recoveries. Mr. Luker also provided an update on the interim reviews for general liability insurance, the cost-plus subcontractor evaluation and information technology costs invoiced to the project. Mr. Luker noted interim audit procedures for high value subcontractors have been complete resulting in a positive adjustment.

2020 Internal Audit Update and 2021 Internal Audit Plan – Jim Mylen and John Furlong, KPMG

Mr. Mylen provided an update on internal audit (IA) priorities, the 2021 IA Plan, financial reporting governance and an overview of the accomplishments and goals for the quarter. Priorities include risk monitoring, increasing digital and data analytic initiatives and leveraging an operating model that includes subject matter professionals and resources supporting healthcare providers nationally. Mr. Furlong provided an update on the status of the audit plan which is 15 percent complete through July 2021 (April 2021 - March 2022 audit plan year). Mr. Furlong stated 57 percent of the audits are coordinated with Legal and Ethics and Compliance.

The committee members engaged in a discussion regarding self-assessments, risk assurance mapping and the process controls in place to mitigate risks.

Mr. Furlong provided an update on financial reporting governance accomplishments and overview of the certification reviews noting that internal audit and management automated the Financial Reporting Disclosure process, all disclosures for the second quarter of 2021 were completed using OnBase workflow. Mr. Mylen provided an update on the 2021 risk universe and mentioned that the universe is continuously updated and responsive to emerging risks.

2021 Compliance Update – Cheryl Forino Wahl and Sarah Partington

Ms. Wahl provided an update on the 2021 January through June work plan status noting the workplan is 88 percent complete. Ms. Wahl reported they created outside activity requests which have increased in the last year due to improved training and communication. Ms. Wahl also reported that they used new technology to streamline the third-party risk assessment process, improving visibility and controls over third-party risk. Ms. Partington provided



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an update on the MetroHealth Ethics Line and stated they are tracking additional metrics and comparing the data to national benchmarks. Ms. Partington stated in response to the culture survey and to reinforce a speak up culture, they expanded the Speak Up campaign to encourage reporters to follow-up. Currently only one-third of anonymous reporters' follow-up which aligns with the benchmark. In addition, the Compliance Committee is developing psychological safety tools for leaders.

The committee members engaged in discussion regarding reporter's ability to remain completely anonymous when following-up on a report and the importance of fostering a speak-up culture.

Lastly, Ms. Wahl explained the organization's view of medical tourism and the System's decision to avoid providing services that support medical tourism.

Cyber Security and IT Update – David Fiser

Mr. Fiser provided an update on Information Services' (IS) implementation of the defense-in-depth (DiD) approach which is an industry best practice. The DiD strategy includes three key areas: inbound security, outbound security and internal security. Mr. Fiser stated IS continues to monitor and respond to risk areas.

Mr. Fiser mentioned that the monthly phishing simulations and training continue. Mr. Fiser also discussed recent cyber security initiatives which included an increase in spam filtering and secondary filtering, completion of the Mid-Year Penetration testing and implementation of the Domain Name Service (DNS) firewall. Mr. Fiser stated that implementation of an asset monitoring tool for devices accessing the MetroHealth network is in progress. Mr. Fiser stated the remote Security Operations Center (SOC) continues to provide 7x24x365 cyber security monitoring.

Mr. Fiser provided a status on the activities to further increase the System's security posture based on previous recommendations from KPMG. Mr. Fiser discussed the expansion of the Disaster Recovery (DR) center capabilities and that testing continues at the Involta Disaster Recovery Center in Akron. Mr. Fiser provided an application and infrastructure update noting that the Epic Radiant Radiology Information System (RIS), Sectra Picture Archiving and Communication Systems (PACS) have been complete. The Microsoft Windows update to Version 20H2 is underway and a personal computer refresh is



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scheduled for the fourth quarter of 2021. Mr. Fiser mentioned that Epic Willow Ambulatory Pharmacy upgrade will be complete by August and that IA has been engaged in the process. Mr. Fiser also stated that the MH Old Brooklyn Campus (OBC) is scheduled for network upgrades in September and evaluation of Enterprise Resource Planning (ERP) vendors is being planned.

3. Recommendation/Resolutions Approvals

A. No items at this time

Dr. Silvers indicated that all further matters to be considered at this meeting involved discussions of trade secrets and matters required to be kept confidential by law. Upon unanimous roll call vote, the Committee went into Executive Session to discuss such matters at 3:22 p.m.

Following Executive Session, the meeting reconvened in open session at 3:55 p.m.

There being no further business to bring before the Committee, the meeting was adjourned at approximately 3:58 p.m.

Craig Richmond
Executive Vice President, Chief Financial and
System Services Officer

